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FLORIDA PROFIT/NON PROFIT CORPORATION

BEKK'S COFFEE, INC.

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**ARTICLES OF INCORPORATION
OF
BEKK'S COFFEE, INC.**

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The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a non profit Corporation under Chapter 617 of the Florida Statutes.

ARTICLE I - NAME

The name of the corporation is BEKK'S COFFEE, INC. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office and the mailing address of the Corporation 1042 Malaga Avenue, Coral Gables, Florida 33134.

ARTICLE III - PURPOSE

- 1) The Corporation is organized for charitable purposes, including holding fundraisers and the distribution of its funds for such purposes.
- 2) To have and to exercise all the powers of a corporation not for profit as set forth in Section 617.021 of Chapter 617, Corporations Not For Profit.

ARTICLE IV - MANNER OF ELECTION

The directors shall be elected by a majority vote of the Members of this Corporation as set forth in and regulated by the Bylaws of the Corporation.

ARTICLE V - INITIAL OFFICERS

The Officers of the Corporation shall be:

President:	Ralph B. Bekkevold
Vice President:	Jan B. Bekkevold

ARTICLE VI - INITIAL REGISTERED AGENT

The name and address of the registered agent of this Corporation is Ralph B. Bekkevold, 1042 Malaga Avenue, Coral Gables, Florida 33134.

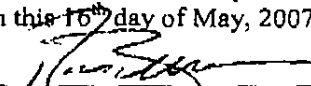
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ARTICLE VII - INCORPORATOR

The name of the Incorporator is Ralph B. Bekkevold and the address of the Incorporator is 1042 Malaga Avenue, Coral Gables, Florida 33134.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 16th day of May, 2007.


Ralph B. Bekkevold, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of BEKK'S COFFEE, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.


Ralph B. Bekkevold
Agent for the Registered Agent

Dated: May 16, 2007

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